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SCHOLASTIC CORP Form 8-K March 17, 2004

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 8-K

Current Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event Reported): March 16, 2004

SCHOLASTIC CORPORATION

(Exact name of registrant as specified in its charter)

DELAWARE 000-19860 13-3385513

(State or other jurisdiction (Commission File Number) of incorporation)

(IRS Employer Identification No.)

557 BROADWAY, NEW YORK, NEW YORK 10012
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (212) 343-6100

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ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

Exhibit

Number Description of Document

99.1 Press release of Scholastic Corporation,

dated March 16, 2004

ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On March 16, 2004, Scholastic Corporation issued the press release attached hereto as Exhibit 99.1 announcing its results of operations for its quarter ended February 29, 2004.

The information in this Current Report on Form 8-K, including Exhibits, is being furnished to the Securities and Exchange Commission (the "SEC") and

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shall not be deemed to be incorporated by reference into any of Scholastic's filings with the SEC under the Securities Act of 1933.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SCHOLASTIC CORPORATION (Registrant)

Date: March 16, 2004 /s/Mary A. Winston

Mary A. Winston

Executive Vice President & Chief Financial Officer

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